EXHIBIT 18

REDACTED VERSION OF DOCUMENT SOUGHT TO BE SEALED

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UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN FRANCISCO DIVISION

Case No. 3:17-cv-00939-WHA

WAYMO LLC,

Plaintiff,

V.

UBER TECHNOLOGIES, INC.;

OTTOMOTTO LLC;

OTTO TRUCKING,

Defendants.

HIGHLY CONFIDENTIAL, ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF

ANGELA PADILLA

VOLUME II

DATE TAKEN: DECEMBER 22, 2017

REPORTED BY:

PAUL J. FREDERICKSON, CCR, CSR

JOB NO. 2780796

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1	relation to Waymo?	10:49:43
2	A. I I don't know. I wasn't there	10:49:45
3	when they had the communication.	10:49:47
4	Q. The so as of June 22, 2017, the	10:49:52
5	internal directive was no longer to limit the	10:50:13
6	distribution of the Jacobs letter in the manner	10:50:21
7	that compliance had told you to do when it	10:50:29
8	first came in?	10:50:32
9	MR. GONZALEZ: Object to form.	10:50:33
10	A. No. You're misstating what	10:50:34
11	I what I testified to. No. The direction	10:50:36
12	was to share the letter with the government and	10:50:39
13	no further and no further with inside the	10:50:44
14	company.	10:50:48
15	Q. Okay.	10:50:49
16	Except for the public relations	10:50:50
17	people?	10:50:52
18	A. Except for and and the	10:50:52
19	reason for that was because, as part of his	10:50:55
20	extortion, Mr. Jacobs was telling us that he	10:50:59
21	was going to be going to The New York Times and	10:51:02
22	the Wall Street Journal the next day. And so	10:51:04
23	in case that actually did happen, it would be	10:51:07
24	good for and to be aware of it.	10:51:10
25	Q. Did you tell them not to share the	10:51:13

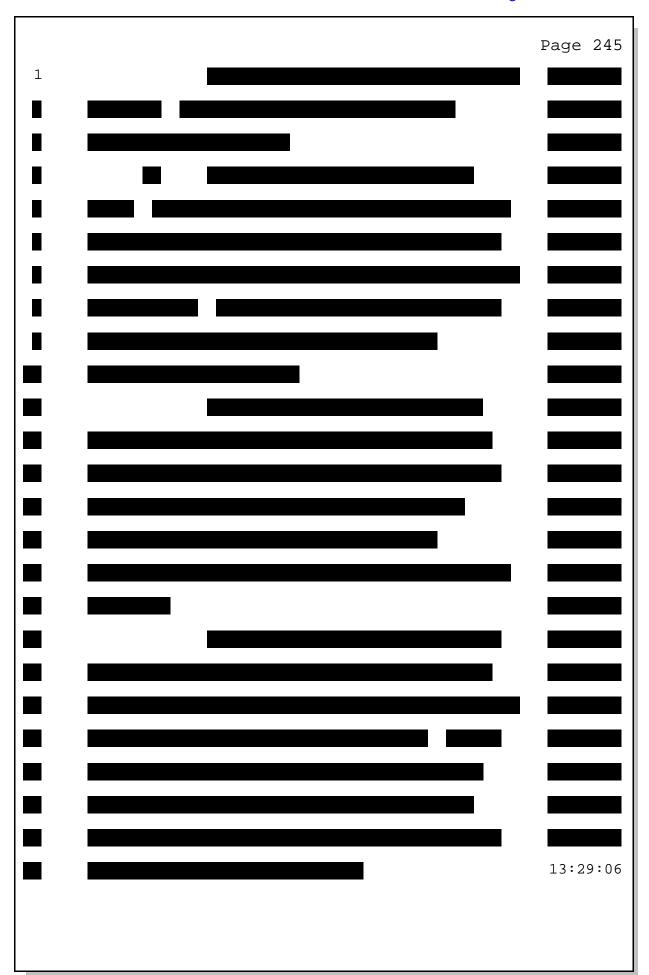
		Page 170
1	May 5, 2017 letter with anyone within the	10:51:19
2	company?	10:51:23
3	A. Yes, and they were scrupulous	10:51:24
4	about that.	10:51:25
5	Q. You don't say that in your email	10:51:27
6	here.	10:51:28
7	A. No. We had we had several	10:51:28
8	phone calls. This afternoon, we convened	10:51:31
9	conference calls with them, special matters	10:51:33
10	committee, myself, Theodora Lee, Patrick	10:51:36
11	Robbins to discuss it.	10:51:40
12	Q. Did or	10:51:42
13	or have communications with the	10:51:50
14	press regarding the letter at this time?	10:51:53
15	A. No.	10:51:55
16	Q. The do you have any written	10:51:56
17	correspondence with and	10:52:04
18	regarding the fact that they	10:52:10
19	should not have passed along that they	10:52:13
20	should not pass along the May 5, 2017 letter	10:52:16
21	when they got it?	10:52:19
22	A. I'm I don't think I said it in	10:52:20
23	writing, but I know that we said it in this	10:52:22
24	call.	10:52:25
25	Q. In which call?	10:52:27

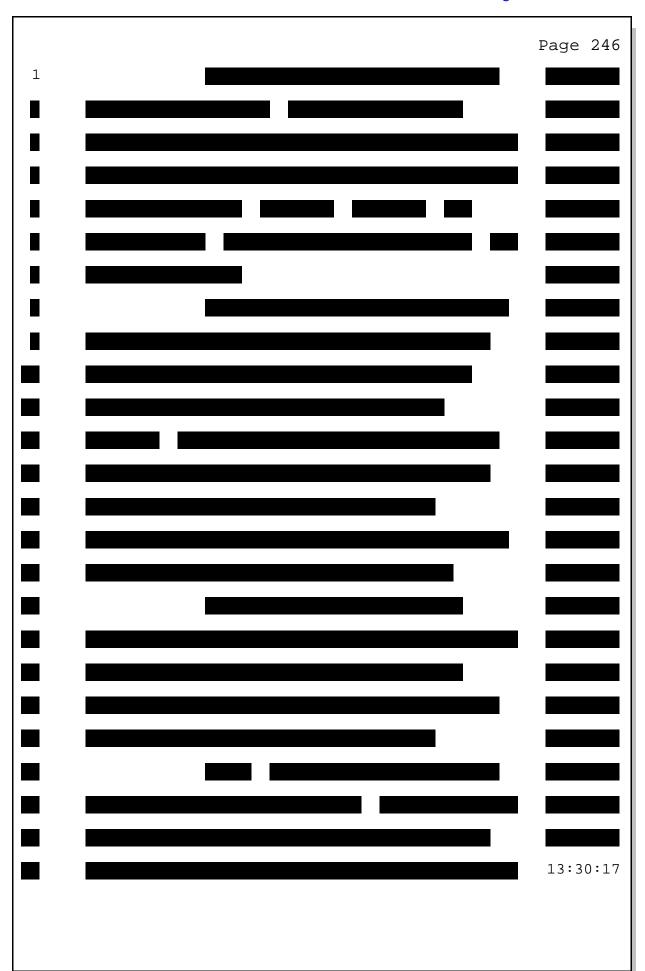
		Page 204
1	And so when and we spoke to	11:49:25
2	them each briefly. And I know we asked Mat,	11:49:27
3	Nick who were the other guys? Ed, in	11:49:30
4	in that in those conversations about what	11:49:35
5	had happened with the employment relationship	11:49:37
6	and was he demoted and what was the perf and	11:49:39
7	why why did the perf scores go down.	11:49:42
8	Because we were looking at his employment	11:49:44
9	performance scores very deeply, Ric's	11:49:46
10	performance scores. In that context we said,	11:49:49
11	"And, hey" and we asked if there was any	11:49:51
12	truth to the allegation that Craig had done	11:49:52
13	this mistraining with attorney-client. They	11:49:53
14	all said no.	11:49:57
15	But the the one thing that they	11:49:59
16	did say and what what is true is that	11:50:00
17	, who is our former head of	11:50:05
18	communications and policy, who was the	11:50:07
19	predecessor to brought	11:50:09
20	with her to the company a convention that was	11:50:12
21	really was the first time I had ever seen	11:50:15
22	it, and it and it has been used very, very	11:50:18
23	widely, and it had added to the confusion about	11:50:20
24	what is privileged and what's not. And the	11:50:22
25	convention that she brought is in memos or	11:50:25

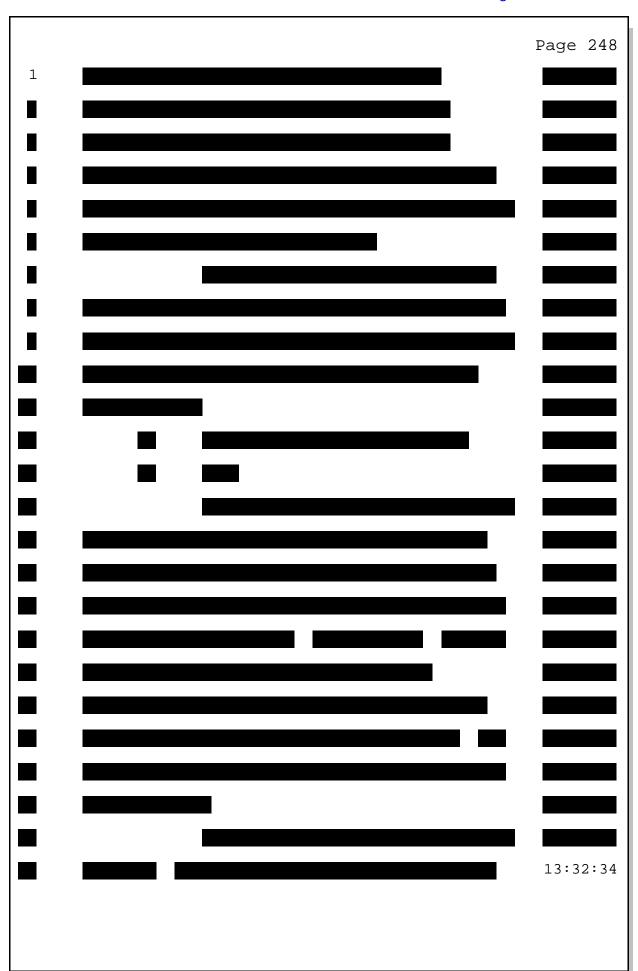
		Page 205
1	emails, you add a lawyer and you mark it	11:50:29
2	"Attorney-Client Privileged" and at the very	11:50:33
3	end you say, you know, "Any legal advice,	11:50:35
4	David?" You know, "Any legal advice, Arturo?"	11:50:38
5	And she said that she had learned	11:50:43
6	that at Google, which is where she came from.	11:50:45
7	And so all of our Googlers we	11:50:48
8	call them "Googlers" all of our Googlers	11:50:50
9	brought that convention and used it. And the	11:50:53
10	first time I saw it I actually thought the	11:50:54
11	question at the end was a was an actual	11:50:56
12	question for me, and I foolishly answered it,	11:50:58
13	which was kind of embarrassing. And then I was	11:51:01
14	told by either or or someone on	11:51:03
15	their team, or, who had worked	11:51:05
16	at Google, she they said, "They're not	11:51:09
17	actually asking you a question, Angela.	11:51:11
18	They're not asking your legal advice. They're	11:51:12
19	just putting it there because they think it	11:51:14
20	makes it privileged."	11:51:18
21	So here we go. It's how we have a	11:51:19
22	lot of mix-ups about the privilege in the	11:51:22
23	company. Trying to sort it out. Despite lots	11:51:25
24	of training to the contrary.	11:51:29
25	MR. PERLSON: Move to strike the	11:51:29

		Page 206
1	whole conversation of Whetstone as	11:51:30
2	nonresponsive.	11:51:33
3	BY MR. PERLSON:	11:51:38
4	Q. The so do you would you	11:51:38
5	agree that it is improper to merely add someone	11:51:40
6	as a lawyer to something, a document or an	11:51:45
7	email, just to make it privileged when it	11:51:53
8	isn't?	11:51:58
9	A. Look, how the how the	11:51:59
10	attorney-client privilege works, and I used to	11:52:01
11	teach this at VMware and in my law firm, so I'm	11:52:02
12	very, very familiar with it, is it's not	11:52:06
13	whether you mark it "attorney-client	11:52:09
14	privileged" or not and it's not whether you add	11:52:11
15	a lawyer to the cc or the to/from line. What	11:52:14
16	it is, it's it's the fundamental nature of	11:52:20
17	the communication. And it has to be the	11:52:23
18	elements: Confidential communication to or	11:52:24
19	from the attorney with the client for the	11:52:28
20	purpose of obtaining legal advice. That's it.	11:52:32
21	Those are the elements of attorney-client	11:52:36
22	privilege.	11:52:38
23	So, for example, you could you	11:52:39
24	could create an attorney-client privileged	11:52:41
25	document that is privileged and forget to mark	11:52:43

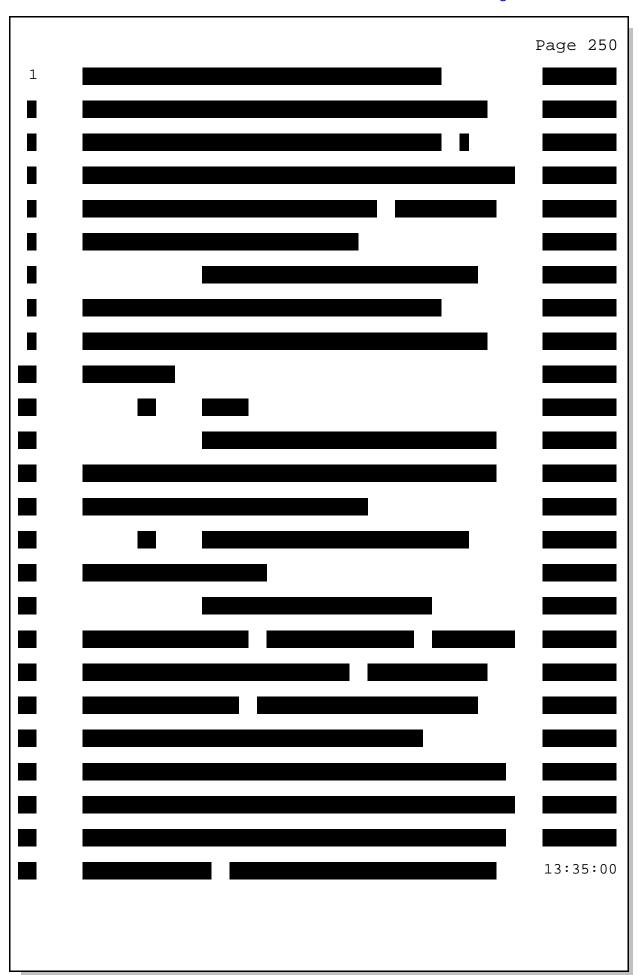
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1	it "attorney-client privileged." No matter.	11:52:44
2	It's still privileged.	11:52:47
3	Similarly, you could create a	11:52:50
4	nonprivileged document and mistakenly mark it	11:52:52
5	"privileged." That does not convert it into a	11:52:57
6	privileged document.	11:52:59
7	So my own view is adding a lawyer	11:53:03
8	does nothing. Adding you know, as	11:53:08
9	and all the Googlers taught their	11:53:11
10	teams to do, saying at the end, "Hey, lawyer.	11:53:14
11	Any advice?" Like, none of these things are	11:53:16
12	valuable.	11:53:20
13	What all that matters is the	11:53:20
14	substance of the communication. And then when	11:53:22
15	we do litigation, because there are so many	11:53:24
16	mix-ups in corporate America about this topic,	11:53:26
17	outside counsel of course does an independent	11:53:30
18	review of each document and independently	11:53:33
19	assesses whether each document is	11:53:37
20	attorney-client privileged or not.	11:53:40
21	I mean, you guys do that, MoFo	11:53:41
22	does it, every outside lawyer does it. Because	11:53:43
23	if you relied on what the client said was	11:53:45
24	privileged or not privileged, it would be it	11:53:47
25	would be a car crash.	11:53:49
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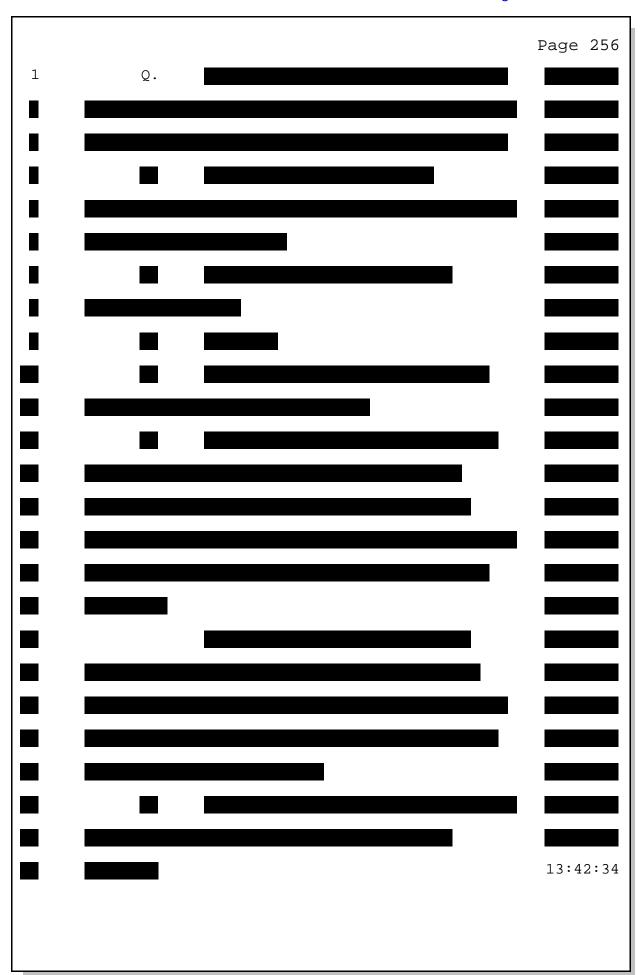




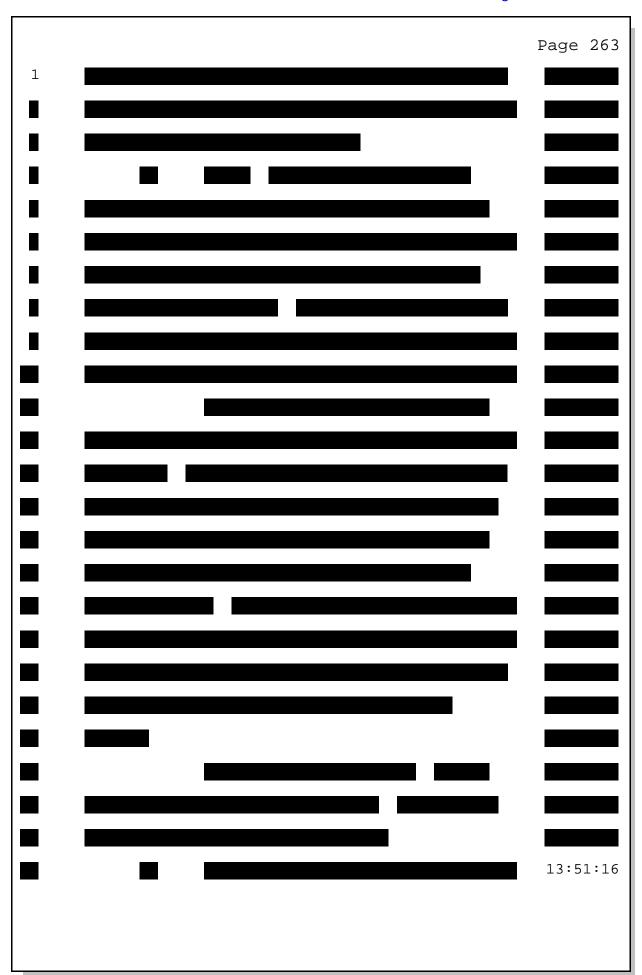


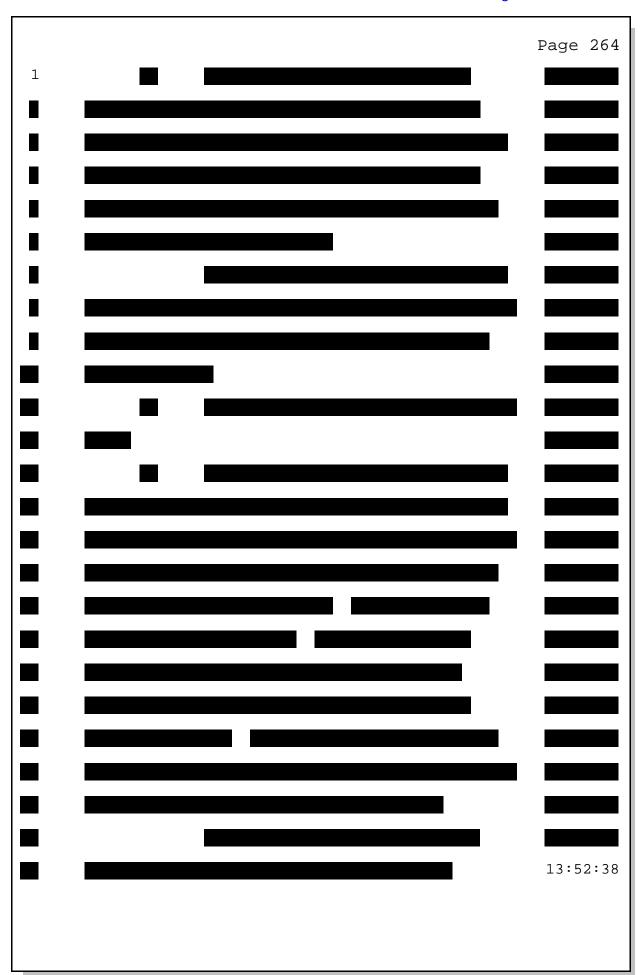
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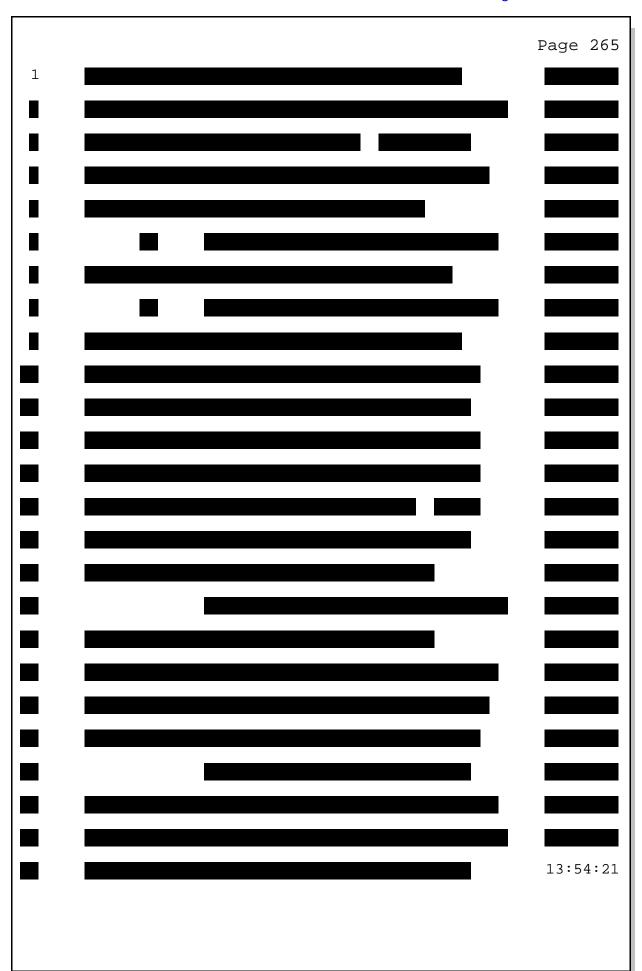


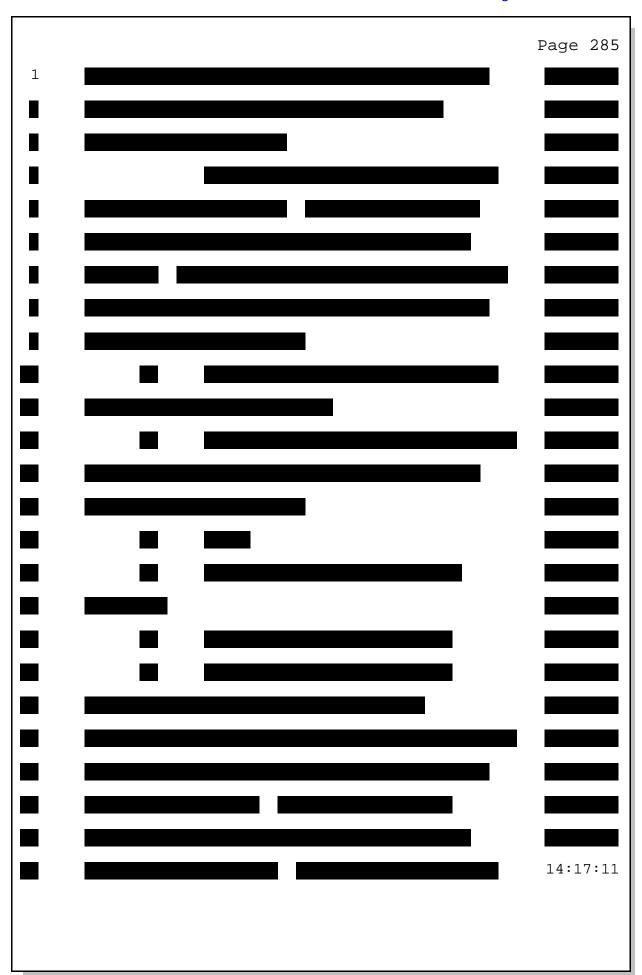


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1	CERTIFICATE
2	
3	I, PAUL J. FREDERICKSON, CA
	Certified Shorthand Reporter No. 13164 and
4	WA Certified Court Reporter No. 2419, do
5	hereby certify:
6	That prior to being examined,
	the witness named in the foregoing
7	deposition was by me duly sworn or affirmed
8	to testify to the truth, the whole truth and
9	nothing but the truth;
10	That said deposition was taken
	down by me in shorthand at the time and
11	place therein named, and thereafter reduced
12	to print by means of computer-aided
	transcription; and the same is a true,
13	correct and complete transcript of said
14	proceedings.
	I further certify that I am not
15	interested in the outcome of the action.
16	Witness my hand this 26th day
17	of December 2017.
18	
19	
20	
21	Ω . Ω
22	Laul Frederickson
23	PAUL J. FREDERICKSON, CCR, CSR
2 4	WA CCR 2419 CA CSR 13164
25	Expiration date: March 31, 2018
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